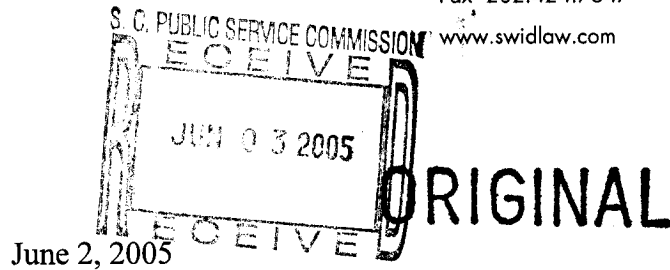


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**BY OVERNIGHT MAIL**



Mr. Charles Terreni  
Chief Clerk/Administrator  
South Carolina Public Service Commission  
101 Executive Center Drive, Suite 100  
Columbia, SC 29210

**Re: Docket No. 2005-54-C; Joint Application of KMC Telecom Holdings, Inc., KMC Telecom LLC, KMC Telecom II LLC, KMC Telecom III LLC and TelCove, Inc., TelCove of South Carolina for approval of Transfer of Assets and Customer Base**

Dear Mr. Terreni:

JA  
Enclosed for filing please find an original and ten (10) copies of a Motion for Expedited Review, Pre-filed Testimony of James E. Means, and Pre-filed Testimony of Marva Brown Johnson in the above-referenced matter.

Please date-stamp the enclosed extra copy of this filing and return it in the attached self-addressed, postage prepaid envelope provided. Should you have any questions concerning this filing, please do not hesitate to contact the undersigned at (202) 424-7500.

Respectfully submitted,

Tamar E. Finn  
Brian M. McDermott  
Danielle C. Burt

cc: Brad E. Mutschelknaus (Kelley Drye)  
Melissa S. Conway (Kelley Drye)  
James E. Means (Telcove)  
Marva Brown Johnson (KMC)

174312

**BEFORE THE  
PUBLIC SERVICE COMMISSION OF SOUTH CAROLINA**

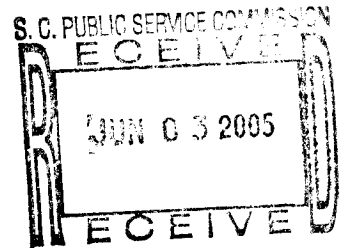
**DOCKET NO. 2005-54-C**

In the Matter of the Joint Application of  
  
**KMC TELECOM HOLDINGS, INC.,  
KMC TELECOM LLC, KMC TELECOM II LLC,  
KMC TELECOM III LLC,**

And

**TELCOVE, INC., TELCOVE OF SOUTH  
CAROLINA, INC.**

For Approval of a Transfer of Assets and  
Customer Base



**MOTION FOR EXPEDITED REVIEW**

TelCove, Inc. ("Buyer"), TelCove of South Carolina, Inc. ("TelCove South Carolina"), KMC Telecom Holdings, Inc. ("KMC Holdings"), KMC Telecom LLC ("KMC"), KMC Telecom II LLC ("KMC II"), KMC Telecom III LLC ("KMC III"), (collectively, with KMC and KMC II, the "KMC Operating Companies" and, together with Buyer and TelCove South Carolina, the "Applicants"), by their undersigned counsel, hereby respectfully move the South Carolina Public Service Commission for an order dispensing with the hearing in the above docket and granting expedited approval for the reasons set forth below:

**Background**

On March 11, 2005, the Applicants notified the Commission of a proposed transaction whereby Buyer will acquire certain assets, including certain customer accounts, from the KMC

Operating Companies. TelCove South Carolina is currently authorized to provide telecommunications services in South Carolina, and thus, the transaction is simply a transfer of assets/customers from one authorized carrier to another. Although customers have been notified in advance about the proposed transfer of their accounts, the transfer of assets will be entirely transparent because the rates, terms or conditions of the services being received will not change. The Applicants also expressly requested in the Application that the Commission approve the asset transfer on an expedited basis on or before June 30, 2005.

Pursuant to Commission direction, details of the proposed transaction were published in appropriate newspapers. The deadline to intervene in this matter was May 16, 2005. Although BellSouth Telecommunications, Inc. ("BellSouth") filed a petition to intervene in this proceeding on May 16, 2005, BellSouth withdrew its petition with prejudice on May 27, 2005 and stated that it saw no reason for the Commission to hold a hearing on this matter. No other comments or petitions to intervene were filed in response to this notice. Moreover, the Office of Regulatory Staff ("O.R.S.") supports this motion for expedited treatment and agrees that a hearing is not necessary.

### **Expedited Relief Requested**

Given that the contemplated transfer of assets will be transparent to South Carolina customers, that no intervenors have appeared, and that the rapid completion of the transaction is a critical factor to the Applicants, Applicants respectfully request that the Commission waive a formal hearing on this matter and grant the requested authority to permit Applicants to consummate the transaction outlined above no later than June 30, 2005.

In support of their Application and Motion to Expedite, Applicants have filed simultaneously herewith the Verified Testimony of James E. Means, Deputy General Counsel for

TelCove, Inc. and the Verified Testimony of Marva Brown Johnson, Vice President and Senior Counsel for KMC Telecom Holdings, Inc. In addition, at the request of O.R.S., Applicants will supplement this motion with a copy of the slamming certification that it will file with the Federal Communications Commission.

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Dated: June 2, 2005

Respectfully submitted,



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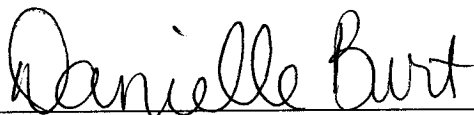
Counsel for KMC Holdings and the KMC Operating Companies

**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that on June 2, 2005, the foregoing filing was served by overnight delivery on all the parties of record addressed as follows:

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\_\_\_\_\_  
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